

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

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Rio Tinto plc,	:	
	:	
Plaintiff,	:	Civil Action No. 14-cv-3042 (RMB)
	:	
v.	:	
	:	
Vale S.A., Benjamin Steinmetz, BSG	:	
Resources Limited, VBG–Vale BSGR	:	
Limited aka BSG Resources (Guinea) Ltd.	:	
aka BSG Resources Guinée Ltd, BSG	:	
Resources Guinée SARL aka BSG	:	
Resources (Guinea) SARL aka VBG-Vale	:	
BSGR, Frederic Cilins, Mamadie Touré,	:	
and Mahmoud Thiam,	:	
	:	
Defendants.	:	
	:	
-----X	:	

REPLY DECLARATION OF BENJAMIN STEINMETZ

I, Benjamin Steinmetz, the undersigned, hereby declare the following under penalty of perjury pursuant to 28 U.S.C. § 1746:

1. I am a citizen of both Israel and France, and reside in Geneva, Switzerland. I was named as a defendant in the above-caption action (“Action”), and I am fully familiar with the facts and circumstances set forth herein.

2. I respectfully submit this Declaration: (i) pursuant to Magistrate Judge Andrew J. Peck’s December 9, 2014 Order, providing, in part, that I submit a sworn statement declaring that I do not and did not “own ... any real estate ... [or] any property of any sort in New York ... within six months around the filing of the complaint in both directions” (“Order”); and (ii) in further support of my motion to dismiss, pursuant to Fed. R. Civ. P. 12(b)(2), on the ground that this Court lacks personal jurisdiction over me.

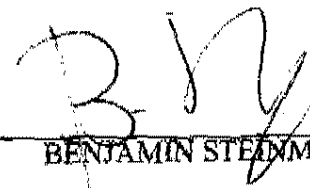
3. I understand that Magistrate Judge Peck's Order requires that my response herein be strictly confined to the period spanning October 31, 2013 through October 31, 2014. My assertions in this Declaration are made in accordance with that Order.

4. In its Memorandum of Law in Opposition to Defendants' Motion to Dismiss the Amended Complaint, dated March 6, 2015, plaintiff Rio Tinto plc asserts that there are "critical gaps" in my original Declaration, dated January 13, 2015, because that Declaration purportedly "fail[ed] to address whether [I] maintained a business address *elsewhere* in New York between October 31, 2013 and October 31, 2014" and "fail[ed] to address whether [I] maintained a residence *elsewhere* in New York during the relevant time period."

5. For the avoidance of doubt, I did not maintain a business address or residence anywhere in New York State, or anywhere in the United States, between October 31, 2013 and October 31, 2014.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed this 19th day of March, 2015 at Meribel, France.


BENJAMIN STEINMETZ